

MEMORANDUM OF OIL AND GAS LEASE

BOOK 0735 PAGE 0177

The undersigned Michael L. O'Donnell and Nancy J. O'Donnell, his wife of West Virginia
1200 Thompson Ave. Moundsville, WV 26041 as Lessor and
TriEnergy Holdings, LLC, P.O. Box 89, Sewickley, PA 15143, as Lessee, entered into an Oil and Gas
 Lease as of the 15th day of November, 20 10. Said lease covers all that certain tract of land
 situate in the District of Clay, in Marshall County, State of West Virginia, bounded
 and described generally as follows:

On the North by: 4-2A-2
 On the East by: 4-2-52.1
 On the South by: 4-2-52.6
 On the West by: 4-2-52.5

M.L.D.

Tax Parcel No: 4-2-52.2, 4-2-52.5, 4-2-52.6

Containing (2.028) acres, more or less, being the same land conveyed by Deed and
 recorded in the records of said county in Book 461, 469, Page 576, 566.

Under the terms of the aforesaid lease, the said property was leased by Lessor to Lessee for a term of Five (5) years from the date thereof and so long thereafter as oil or gas are produced from said land in
 paying quantities or the lease is otherwise maintained pursuant to the provisions thereof.

Under the terms of said lease, the Lessee has a first option to renew the lease for a further like term,
 which option must be exercised within sixty (60) days of the expiration of the initial primary term of said
 lease.

Dated: 11/15, 20 10.

WITNESS:

LESSOR:

Michael L. O'Donnell (SEAL)
 Michael L. O'Donnell

Nancy J. O'Donnell (SEAL)
 Nancy J. O'Donnell

Approved by:

Joseph E. Bojalad, President
 TriEnergy Holdings, LLC

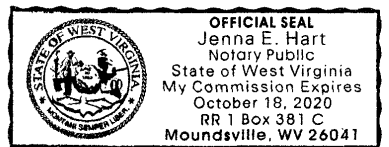
State of WV)
 County of Marshall) SS:

On the 15th day of November in the year 2010, before me, the undersigned, a
 Notary Public in and for said state, personally appeared Michael L. O'Donnell &
Nancy J. O'Donnell
 personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s)
 is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
 his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person
 upon behalf of which the individual(s) acted, executed the instrument

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires: 10-18-2020

Jenna E. Hart
 Notary Public



TRANS ENERGY, INC
 PO BOX 393
 ST. MARYS WV 26170

CORPORATION

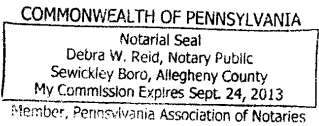
State/Commonwealth of: Pennsylvania

County of: Allegheny SS:

Before me a Notary Public in and for said county and state personally appeared: Joseph E. Bojalad the President of TriEnergy Holdings, LLC, the above named corporation, who acknowledged to me that they did execute the foregoing instrument for and on behalf of said corporation, pursuant to authority so to do of said corporation and that the same is the free act and deed of said corporation and of themselves as such officers, for the uses and purposes therein set forth.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal at Sewickley, PA this 9th day of June, 2011.

My Commission expires: 9/24/2013



Debra W. Reid
Notary Public

STATE OF WEST VIRGINIA, MARSHALL COUNTY, SCT.:

I, JAN PEST, Clerk of the County Commission of said County, do hereby certify that the annexed writing, bearing date on the 15th day of November 2010, was presented for and by me, admitted to record in my office upon the above certificate as to the parties therein named this 14th day of June 2011 at 12:39 o'clock P.M.

TESTE: Jan Pest Clerk.